



Annual General Meeting
Thursday, 26th January 2017
12 P.M. at The Cardinal Legion Branch 105
105 Legion Way, Cardinal ON.

“Building bridges to better business in Augusta, Prescott and Edwardsburgh/Cardinal”

CALL TO ORDER: President Dan Cook called the meeting to order and confirmed the presence of a quorum at 12:35pm.

PRESENT FROM BOARD: President: Dan Cook, Directors: Cheryl Arcand, Bonnie Pidgeon, Tim MacKay, Lisa Temple

REGRETS: Directors: Gerry Hasiuk, Ted Livingston, Jeff Morris, Brent Laton

GUESTS: Mayor Doug Malanka of Augusta Township, Mayor Pat Sayeau of Edwardsburgh/Cardinal, Councillor Mike Ostrander of the Town of Prescott, Heather Lawless of Grenville Futures Development Corporation, Sandra Lawn of Sandra S. Lawn & Associates, Andrea Derochie of SunLife Financial, Rod Palmer of CSE Consulting, Debra Coles of Metal Grafex Canada Ltd., Luc Gosselin of Metal Grafex Canada Ltd., Blinda Campbell of the Bank of Montreal, Renata Kimmerly of the Bank of Montreal, Katie Allard - Tourism & Recreation Coordinator from the Town of Prescott, Doug Phillips of Phillips Group, Sandra Nandoo of St. Lawrence Academy, Linda Joannis of St. Lawrence Academy, Pamela Robertson of the Brockville & District Chamber of Commerce, Jan Murray of the Brockville & District Chamber of Commerce, Jacqueline Schoemaker Holmes – BR+E Coordinator from the Town of Prescott, Mike Hudson of the Colonel’s Inn, and Angela Thompson-Trussell – Chamber Coordinator.

APPROVAL OF AGENDA:

MOVED BY: Bonnie Pidgeon

Moves that the agenda for the Annual General Meeting of the South Grenville Chamber of Commerce, January 26th 2017, be approved as circulated.

SECONDED BY: Cheryl Arcand

MOTION CARRIED

APPROVAL OF PAST MINUTES:

MOVED BY: Cheryl Arcand

Move that the minutes of the AGM of the South Grenville Chamber of Commerce, January 27th 2016, be adopted as submitted.

SECONDED BY: Tim MacKay

MOTION CARRIED

DISCUSSION

ACTION BY

1. PRESIDENTS REPORT – Dan Cook

Thank You: The president took the time to thank everyone for attending and for their involvement in economic development and expansion in South Grenville.

DISCUSSION

ACTION BY

President Dan Cook extended thank you to the directors of 2016 and expressed the regrets of those unable to attend today, as listed above.

President Dan Cook expressed thanks to Directors whom have resigned including; Daniel Roddick (Past President), Brent Laton (Treasurer) and Ted Livingston (Director).

President Dan Cook highlighted some of the South Grenville Chamber's accomplishments from 2016 including;

- Website
- Office space
- Staffing
- Monthly Newsletter
- Collaboration w/ the Prescott BIA and the Brockville & District Chamber
- Golf Tournament
- Awards Night Banquet
- Recognizing Committee Chairs and their efforts in 2016
- Continued work on the South Grenville Tourism Guide

2. TREASURER'S REPORT - Presented by President, Dan Cook

Treasurer's Report circulated.

See attached file titled "**FinancialReportDEC16.pdf**" for details.

2016 Recap:

The bank balance for year end 2016 does not differ much from year end 2015.

The only major cost difference in 2016 was payment for our office location which includes heat, hydro and internet.

Questions: Cheryl Arcand requested clarification on why the CSE Consulting Business After 5 sponsorship totalling \$250.00 was not represented on the December Financial Statement. After reviewing the file it was found that the CSE Consulting Sponsorship was received and was represented under Awards Night Banquet Revenue on the December Financial Statement due to human error. The bank balance remains correct.

MOVED BY: Cheryl Arcand

Move that the financial statements of the South Grenville Chamber of Commerce for 2016 be adopted as submitted

SECONDED BY: Tim MacKay

MOTION CARRIED

MOVED BY: Bonnie Pidgeon

Move to adopt, ratify and confirm decisions and motions passed by the South Grenville Chamber of Commerce Board of Directors 2016.

DISCUSSION

ACTION BY

SECONDED BY: Cheryl Arcand

MOTION CARRIED

BYLAW CHANGE PRESENTATIONS

President: Discussed the proposed bylaw changes as discussed by the directors in 2016.

Proposed bylaw revisions circulated with background information.

Each bylaw change to be reviewed separately.

President opened each bylaw change for discussion.

MOVED BY: Tim MacKay

Move that the South Grenville Chamber of Commerce amend the Chamber By-Law to include provision for in-camera meetings of the Board of Directors.

SECONDED BY: Cheryl Arcand

MOTION CARRIED

MOVED BY: Bonnie Pidgeon

Move that the South Grenville Chamber of Commerce amend the Chamber By-Law to include provision for the Chamber Coordinator to make bank deposits on behalf of the South Grenville Chamber of Commerce on the condition that a full record of deposits be kept by both the Chamber Coordinator and the Treasurer.

SECONDED BY: Cheryl Arcand

DISCUSSION ABOUT THE AMENDMENT TO CHAMBER BY LAWS

The first and second amendments to the bylaws were reviewed.

Defined that the purpose of in-camera meetings would be

- to provide an opportunity for the board to discuss particularly sensitive matters within the jurisdiction of the board (such as litigation, labour relations, or management performance)
- to provide an opportunity for the board to discuss sensitive internal board governance matters
- to provide an opportunity for the board to review the performance and compensation of the staff, in the absence of resource officers or others who are not members of the board
- in the case of internal and external auditors, to safeguard the independence of those officers by providing direct access to the board without members of the administration in attendance

If any business is to be conducted or motions carried at an in camera session, a record the decision(s) for the minutes will be made, and the item should be included in a confidential addendum to the minutes and brought to the next meeting of the board for approval.

NOMINATING COMMITTEE

Resignations: The Chamber will be losing three great and outstanding directors in 2017. Daniel Roddick, Brent Laton & Ted Livingston have stood down from their roles as Directors for the South Grenville Chamber of Commerce.

The new board of directors stands as follows:

President Dan Cook
Cheryl Arcand
Bonnie Pidgeon
Gerry Hasiuk
Tim MacKay
Jeff Morris
Lisa Temple

The Nominating Committee received three official nominations for Directors in 2017.

- Debra Coles - Metal Grafix Canada Ltd.
- Andrea Derochie – SunLife Financial
- Rod Palmer – CSE Consulting

President Dan Cook called for nominations from the floor, and Bonnie Pidgeon nominated Linda Joanisse of St. Lawrence Academy. Linda stood for the nomination.

MOVED BY: Tim MacKay

Move that the Report of the Nominating Committee for the 2016 Board of Directors for the South Grenville Chamber of Commerce be accepted as presented.

SECONDED BY: Heather Lawless

MOTION CARRIED

MOVED BY: Renatta Kimmerly

Move that the South Grenville Chamber of Commerce Board accept the nominations presented and appoint the following people to the Board of Directors for a one year term;

- ▶ **President:** Daniel Cook, Brister Insurance
- ▶ **Director:** Debra Coles, Metal Graphix
- ▶ **Director:** Andrea Derocher, Sunlife Financial
- ▶ **Director:** Rod Palmer, CSE Consulting
- ▶ **Director:** Bonnie Pidgeon-Gommert, The South Grenville Food Bank
- ▶ **Director:** Cheryl Arcand, Bell Media Group

DISCUSSION

ACTION BY

- ▶ **Director:** Tim MacKay, MacKay Funeral Homes
- ▶ **Director:** Gerry Hasiuk, Hasiuk Holdings
- ▶ **Director:** Jeff Morris, Morris Group/St. Lawrence Printing
- ▶ **Director:** Lisa Temple, The Mayfield Retirement Residence
- ▶ **Director:** Linda Joannise, St. Lawrence Academy

SECONDED BY: Bonnie Pidgeon

MOTION CARRIED

CLOSING REMARKS

President Dan Cook thanked everyone for attending and requested that the new Board of Directors have a brief special meeting to appoint the new Treasurer.

MOVED BY: Tim MacKay

Move that the Annual General Meeting of the South Grenville Chamber of Commerce, January 26th 2017 be adjourned. Adjournment 1:12pm.

MOTION CARRIED

SPECIAL MEETING OF THE BOARD Thursday, January 26th 2017 Call to Order 1:15 PM

MOVED BY: Tim MacKay

Move that the South Grenville Chamber of Commerce appoint Debra Coles as the Treasurer for a one year term.

SECONDED BY: Cheryl Arcand

MOTION CARRIED

MOVED BY: Bonnie Pidgeon

Move that the Special Meeting of the South Grenville Chamber of Commerce Board of Directors, January 26th 2017 be adjourned. Adjournment 1:20pm.

MOTION CARRIED